

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11**  
:  
**RESIDENTIAL CAPITAL, LLC, et al.,**<sup>1</sup> : **Case No. 12-12020 (MG)**  
:  
:  
:  
:  
**Debtors.** : **(Jointly Administered)**  
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**AFFIDAVIT OF SERVICE**

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On March 14, 2013 at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail on the Monthly Service List attached hereto as **Exhibit A** and the parties on the service list attached hereto as **Exhibit B**, and via First Class Mail upon the parties on the Special Service List attached hereto as **Exhibit C**:

1. **Notice of Telephonic Conference in Connection with the Investors' Rule 3013 Motion and Related Adversary Proceeding Concerning Subordination of Securities Claims; Telephonic Conference to be Held on March 15, 2013 at 9:30 a.m. (prevailing Eastern Time) [Docket No. 3172]**

Dated: March 15, 2013



Clarissa D. Cu

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 15<sup>th</sup> of March, 2013, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: \_\_\_\_\_



AIMEE M. PAREL  
Commission # 1866499  
Notary Public - California  
Los Angeles County

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0238); direct, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3533); RAHI Real Estate Holdings, LLC (5287); RCSEJV204, LLC (2722); Residential Accredited Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SEJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)

## **EXHIBIT A**

Exhibit A  
Monthly Service List  
Served via Email

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Exhibit A  
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			Counsel to Secured Creditor Select Portfolio Servicing Inc. as Servicers for Wells Fargo Bank NA as Trustee in Trust for SASCO 2007-MLN1 Trust Fund; Select Portfolio Servicing Inc as Servicers for US Bank NA as Trustee on behalf of the holders of the Home Equity Asset Trust 2006-6 Home Equity Pass Through Certificates, Series 2006-6; Select Portfolio Servicing Inc as Servicers for US Bank NA as Trustee on behalf of the First Franklin Mortgage Loan Trust Mortgage Pass Through Certificates, Series 2005-FF9
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Kriss & Feuerstein LLP	Jason S Leibowitz	<a href="mailto:jleibowitz@kandflp.com">jleibowitz@kandflp.com</a>	Counsel to Normandale Holdings LLC
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Law Debenture Trust Company of New York	James D Heaney Managing Director	<a href="mailto:james.heaney@lawdeb.com">james.heaney@lawdeb.com</a>	Counsel to Creditor Julio Solano
Law Offices of Richard Sax	Richard Sax	<a href="mailto:richard@rsaxlaw.com">richard@rsaxlaw.com</a>	Counsel to Carrollton-Farmers Branch Independent School District and Lewisville Independent School District
Law Offices of Robert E Luna PC	Andrea Sheehan	<a href="mailto:sheehan@txschoolaw.com">sheehan@txschoolaw.com</a>	
			Counsel to Bank of America NA; Deutsche Bank National Trust Company, as Trustee for Saxon Asset Securities Trust 2007-2 Mortgage Loan Asset Backed Certificates, Series 2007-2; and Deutsche Bank National Trust Company, as Trustee for Morgan Stanley ABS Capital I Inc. Trust 2007-HE3 Mortgage Pass through Certificates. Series 2007-H3; Deutsche Bank National Trust Company, as Trustee under Pooling and Servicing Agreement Dated 1/2006 Morgan Stanley ABS Capital I Inc. Trust 2006-NC1; U.S. Bank NA as Trustee under Pooling and Service Agreement dated 3/1/2007, GSAMP Trust 2007-HE2, Mortgage Pass-Through Certificates, Series 2007-HE2; Ocwen Loan Servicing, LLC; and Deutsche Bank Trust Company Americas as Indenture Trustee
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Exhibit A  
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Exhibit A  
Monthly Service List  
Served via Email

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Sullivan Hazeltine Allinson LLC	William A Hazeltine Esq	<a href="mailto:whazeltine@sha-llc.com">whazeltine@sha-llc.com</a>	Counsel to Mortgage Electronic Registration Systems Inc and MERSOPR Inc ("MERS")
Talcott Franklin P.C.	Attn: Talcott J. Franklin	<a href="mailto:tal@talcottfranklin.com">tal@talcottfranklin.com</a>	Counsel to Institutional Investors & an Ad Hoc Consortium of RMBS holders
Talcott Franklin P.C.	Derek S Witte	<a href="mailto:derek@talcottfranklin.com">derek@talcottfranklin.com</a>	Counsel to an Ad Hoc Consortium of RMBS holders
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Teitelbaum & Baskin LLP	Jay Teitelbaum Esq	<a href="mailto:jteitelbaum@tblawllp.com">jteitelbaum@tblawllp.com</a>	Counsel to JPMorgan Chase Bank, NA
Tennessee Department of Revenue	c o TN Attorney Generals Office	<a href="mailto:AGBankNewYork@ag.tn.gov">AGBankNewYork@ag.tn.gov</a>	Tennessee Attorney Generals Office
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The Canada Trust Company	Susan Khokher	<a href="mailto:Christopher.stevens@tdsecurities.com">Christopher.stevens@tdsecurities.com</a> ;	Securitization Trustee
Travis County Attorney	Kay D Brock Assistant Travis County Atty	<a href="mailto:kay.brock@co.travis.tx.us">kay.brock@co.travis.tx.us</a>	Counsel to Tina Morton Travis County Tax Assessor Collector
U.S. Bank National Association	Attn: Mamta K Scott & David A Jason	<a href="mailto:mamta.scott@usbank.com">mamta.scott@usbank.com</a> ;	Member of Official Committee of Unsecured Creditors



Exhibit A  
Monthly Service List  
Served via Email

NAME	NOTICE NAME	EMAIL	DESCRIPTION
U.S. Bank National Association	Michelle Moeller	<a href="mailto:michelle.moeller@usbank.com">michelle.moeller@usbank.com</a>	Securitization/HELOC Trustee
U.S. Bank National Association	Tanver Ashraf, Corporate Trust Services	<a href="mailto:tanveer.ashraf@usbank.com">tanveer.ashraf@usbank.com</a>	Securitization/HELOC Trustee
U.S. Department of Justice	Attn: Glenn D. Gillette	<a href="mailto:Glenn.Gillett@usdoj.gov">Glenn.Gillett@usdoj.gov</a>	Counsel to GSE - Ginnie Mae
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UMB Bank NA	Mark B Flannagan	<a href="mailto:Mark.Flannagan@umb.com">Mark.Flannagan@umb.com</a>	Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	<a href="mailto:joseph.cordaro@usdoj.gov">joseph.cordaro@usdoj.gov</a>	Counsel to the United State of America
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US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	<a href="mailto:Tracy.Davis2@usdoj.gov">Tracy.Davis2@usdoj.gov</a> ; <a href="mailto:Linda.Riffkin@usdoj.gov">Linda.Riffkin@usdoj.gov</a> ; <a href="mailto:Brian.Masumoto@usdoj.gov">Brian.Masumoto@usdoj.gov</a>	Office of the United States Trustee for the Southern District of New York
Walters Bender Stohbehn & Vaughan PC	J Michael Vaughan & David M Skeens	<a href="mailto:mvaughan@wbsvlaw.com">mvaughan@wbsvlaw.com</a> ; <a href="mailto:dskeens@wbsvlaw.com">dskeens@wbsvlaw.com</a>	Counsel to Representative Plaintiffs and the Putative Class
Weil Gotschal & Manges LLP	Gary T Holtzer	<a href="mailto:gary.holtzer@weil.com">gary.holtzer@weil.com</a>	Counsel to Syncora Guarantee Inc
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Wells Fargo Law Department	Kristi Garcia Esq Senior Counsel	<a href="mailto:kristi.garcia@wellsfargo.com">kristi.garcia@wellsfargo.com</a>	Counsel to Wells Fargo Bank, NA
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White & Case LLP	J Christopher Shore & Ian J Silverbrand	<a href="mailto:cshore@whitecase.com">cshore@whitecase.com</a> ; <a href="mailto:isilverbrand@whitecase.com">isilverbrand@whitecase.com</a> ; <a href="mailto:dthatch@whitecase.com">dthatch@whitecase.com</a>	Counsel to Wells Fargo as collateral agent for the Prepetition Junior Secured Notes; Co-Counsel to the Ad Hoc Group of Junior Secured Noteholders
Willkie Farr & Gallagher LLP	Marc Abrams & Richard Choi & Jennifer J Hardy	<a href="mailto:mabrams@willkie.com">mabrams@willkie.com</a> ; <a href="mailto:rchoi1@willkie.com">rchoi1@willkie.com</a> ; <a href="mailto:jhardy2@willkie.com">jhardy2@willkie.com</a>	Counsel to Monarch Alternative Capital LP
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Wilson Elser Moskowitz Edelman & Dicker LLP	Attn David L Tillem	<a href="mailto:david.tillem@wilsonelser.com">david.tillem@wilsonelser.com</a>	Counsel to the County of Putnam, Department of Finance
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Winston & Strawn LLP	David Neier & Carey D Schreiber	<a href="mailto:cschreiber@winston.com">cschreiber@winston.com</a>	Counsel to Federal National Mortgage Association
Wollmuth Maher & Deutsch LLP	Attn James N Lawlor	<a href="mailto:jlawlor@wmd-law.com">jlawlor@wmd-law.com</a>	Counsel to The Western and Southern Life Insurance Company et al
Wollmuth Maher & Deutsch LLP	Attn Paul R DeFilippo & Steven S Fitzgerald	<a href="mailto:pdefilippo@wmd-law.com">pdefilippo@wmd-law.com</a> ; <a href="mailto:sfitzgerald@wmd-law.com">sfitzgerald@wmd-law.com</a>	Counsel to The Western and Southern Life Insurance Company et al
Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	<a href="mailto:gbush@zuckerman.com">gbush@zuckerman.com</a> ; <a href="mailto:ncohen@zuckerman.com">ncohen@zuckerman.com</a> ; <a href="mailto:lnesh@zuckerman.com">lnesh@zuckerman.com</a>	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union
Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	<a href="mailto:gbush@zuckerman.com">gbush@zuckerman.com</a> ; <a href="mailto:ncohen@zuckerman.com">ncohen@zuckerman.com</a> ; <a href="mailto:lnesh@zuckerman.com">lnesh@zuckerman.com</a>	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union

## **EXHIBIT B**



NAME	NOTICE NAME	EMAIL	DESCRIPTION
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Alston & Bird LLP	Martin G Bunin Esq & William Hao Esq	<a href="mailto:marty.bunin@alston.com">marty.bunin@alston.com</a> ; <a href="mailto:william.hao@alston.com">william.hao@alston.com</a>	Counsel to Wells Fargo Bank, N.A. in its capacity as trustee, indenture trustee or master servicer of certain RMBS trusts
Cadwalader Wickersham & Taft LLP	Gregory M Petrick & Ingrid Bagby	<a href="mailto:gregory.petrick@cw.com">gregory.petrick@cw.com</a> ; <a href="mailto:ingrid.bagby@cw.com">ingrid.bagby@cw.com</a>	Counsel to MBIA Insurance Corporation
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Lowenstein Sandler PC	Andrew Behlmann	<a href="mailto:abehlmann@lowenstein.com">abehlmann@lowenstein.com</a>	Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc.
Lowenstein Sandler PC	Michael S Etkin & Ira M Levee	<a href="mailto:metkin@lowenstein.com">metkin@lowenstein.com</a> ; <a href="mailto:ilevee@lowenstein.com">ilevee@lowenstein.com</a>	Counsel to Lead Plaintiff; o The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc. o Counsel to Plaintiffs and the Putative Class
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Morrison & Foerster LLP	Attn Tammy Hamzehpour	<a href="mailto:Tammy.Hamzehpour@qmacrescap.com">Tammy.Hamzehpour@qmacrescap.com</a>	Residential Capital LLC
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Quinn Emanuel Urquhart & Sullivan LLP	Susheel Kirpalani & Scott C Shelley	<a href="mailto:scottshelley@quinnemanuel.com">scottshelley@quinnemanuel.com</a> ; <a href="mailto:ross.martin@ropesgray.com">ross.martin@ropesgray.com</a> ; <a href="mailto:keith.wofford@ropesgray.com">keith.wofford@ropesgray.com</a>	Counsel to AIG Asset Management (US) LLC
Ropes & Gray LLP	D Ross Martin Esq & Keith H Wofford Esq	<a href="mailto:ross.martin@ropesgray.com">ross.martin@ropesgray.com</a> ; <a href="mailto:keith.wofford@ropesgray.com">keith.wofford@ropesgray.com</a>	Counsel to Ad Hoc RMBS Holder Group
Seward & Kissell LLP	Dale C Christensen Jr & Mark D Kotwick & Ronald L Cohen & Arlene Alves	<a href="mailto:christensen@sewkis.com">christensen@sewkis.com</a> ; <a href="mailto:kotwick@sewkis.com">kotwick@sewkis.com</a> ; <a href="mailto:cohen@sewkis.com">cohen@sewkis.com</a> ; <a href="mailto:alves@sewkis.com">alves@sewkis.com</a>	Wells Fargo Bank, N.A., as collateral agent for the Prepetition Junior Secured Notes, as collateral agent for the Prepetition Ally Revolver, and as collateral control agent under the Intercreditor Agreement, dated as June 6, 2008; Counsel to Law Debenture Trust Company of New York as Separate Trustee
Seward & Kissell LLP	Ronald L Cohen Kalyan Das Mark D Kotwick Arlene R Alves & Laurie R Binder	<a href="mailto:cohen@sewkis.com">cohen@sewkis.com</a> ; <a href="mailto:das@sewkis.com">das@sewkis.com</a> ; <a href="mailto:binder@sewkis.com">binder@sewkis.com</a> ; <a href="mailto:kotwick@sewkis.com">kotwick@sewkis.com</a> ; <a href="mailto:alves@sewkis.com">alves@sewkis.com</a>	Counsel to US Bank National Association as Securitization Trustee; Counsel to US Bank as Master Servicer; & Counsel to US Bank NA as Trustee of Certain Mortgage Backed Securities Trusts
US Trustee for the Southern District of NY	Brian S. Masumoto	<a href="mailto:Brian.Masumoto@usdoj.gov">Brian.Masumoto@usdoj.gov</a>	Office of the United States Trustee for the Southern District of New York
White & Case LLP	J Christopher Shore & Harrison L Denman	<a href="mailto:cshore@whitecase.com">cshore@whitecase.com</a> ; <a href="mailto:hdenman@whitecase.com">hdenman@whitecase.com</a>	Counsel to Wells Fargo as collateral agent for the Prepetition Junior Secured Notes; Co-Counsel to the Ad Hoc Group of Junior Secured Noteholders
Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	<a href="mailto:gbush@zuckerman.com">gbush@zuckerman.com</a> ; <a href="mailto:ncohen@zuckerman.com">ncohen@zuckerman.com</a> ; <a href="mailto:lneish@zuckerman.com">lneish@zuckerman.com</a>	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union

## **EXHIBIT C**

Special Service List  
Served via First Class Mail

NAME	NOTICE NAME	ADDRESS1	CITY	ST	ZIP	DESCRIPTION
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Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl	New York	NY	10013	Secured lender under the Mortgage Servicing Rights Facility
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	31 West 52nd St	New York	NY	10019	Counsel to Ocwen Loan Servicing LLC
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave	Summit	NJ	07901	Indenture Trustee to Unsecured Notes / Top 50 Creditor
Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300	Philadelphia	PA	19103	Prepetition Lender - Fannie EAF
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346	Philadelphia	PA	19101-7346	Internal Revenue Service
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St	Philadelphia	PA	19104	Internal Revenue Service
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150	Baltimore	MD	21201	Internal Revenue Service
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave	New York	NY	10178	Counsel to UMB Bank N.A. as Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
Kirkland & Ellis	Richard M Cieri	601 Lexington Ave	New York	NY	10022	Counsel to the Equity Security Holders (Ally Financial and Ally Bank)
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave	New York	NY	10022-4611	Counsel to the Ally Financial Inc. & Ally Bank
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman	1177 Avenue of the Americas	New York	NY	10036	Counsel to the Official Committee of Unsecured Creditors
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	1 Chase Manhattan Plaza	New York	NY	10005	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Morrison & Foerster LLP	Attn Tammy Hamzehpour	1290 Avenue of the Americas	New York	NY	10104	Residential Capital LLC
Morrison & Foerster LLP	Larren M Nashelsky, Gary S Lee & Lorenzo Marinuzzi	1290 Avenue of the Americas	New York	NY	10104	Counsel to the Debtors
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol	Albany	NY	12224-0341	Office of the New York Attorney General
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza	New York	NY	10007	Office of the United States Attorney for the Southern District of New York
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE	Washington	DC	20549	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400	New York	NY	10281-1022	Securities and Exchange Commission - New York Regional Office
Skadden Arps Slate Meagher & Flom LLP	Jonathan H. Hofer	Four Times Square	New York	NY	10036	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Ken Ziman	Four Times Square	New York	NY	10036	Counsel to Barclays Bank PLC
Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	Four Times Square	New York	NY	10036	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Suzanne D T Lovett	Four Times Square	New York	NY	10036	Counsel to Barclays Bank PLC
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W	New York	NY	10286	Indenture Trustee under the Pre-Petition GSAP Facility
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW	Washington	DC	20530-0001	Office of the United States Attorney General
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl	New York	NY	10007	Counsel to the United State of America
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2	New York	NY	10004	Office of the United States Trustee for the Southern District of New York
Wells Fargo Bank NA	Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98	Columbia	MD	21046	GMEN Indenture Trustee at Corporate Trust Office